

Information about the issues considered by the Board of Directors of “KazTransOil” JSC for the 1st half of 2015

No. and date of the resolution of the Board of Directors	Members of the Board of Directors participated in the meeting	Issues considered
Absentee Resolution No.1/2015 dated 13.02.2015	A. Kassymbek K. Kabyldin D. Mihalik A. Mukushov S. Primbetov M. Habib	1. On confirmation of the Action Plan of the Board of Directors of “KazTransOil” JSC for 2015.
		2. On confirmation of the HR Policy of “KazTransOil” JSC for 2015-2019.
		3. On confirmation of the Guidelines on arrangement and holding of a synergetic audit of information technologies in “KazTransOil” JSC.
		4. On interaction with minority shareholders of “KazTransOil” JSC.
		5. On determination of the position of “KazTransOil” JSC as the shareholder of “MunaiTas” NWPC JSC on the issue of early termination of powers of Huan Yong Zhang, the member of the Board of Directors of “MunaiTas” NWPC JSC.
		6. On determination of the position of “KazTransOil” JSC as the shareholder of “MunaiTas” NWPC JSC on the issue of election of Wang Xing Yi as the member of the Board of Directors of “MunaiTas” NWPC JSC.
Minutes No.2/2015 dated 26.02.2015	A. Kassymbek K. Kabyldin D. Mihalik A. Mukushov S. Primbetov M. Habib	1. On consideration of the Report of the Internal Audit Service of “KazTransOil” JSC upon the results of work for 2014.
		2. On confirmation of the Policy on settlement of conflicts of interest among officials and employees of “KazTransOil” JSC.
		3. On interested-party deals concluded with “Kazakhstan-China Pipeline” LLP: 1) the Contract on operation of “Atasu-Alashankou” MP for 2015; 2) the Contract on operation of “Kenkiyak-Kumkol” MP for 2015.
		4. On an interested-party deal concluded with “Tengizchevroil” LLP, - the Forwarding Contract.
		5. On determination of the position of “KazTransOil” JSC as the Participant to “Kazakhstan-China Pipeline” LLP on the issue of deals concluded by “Kazakhstan-China Pipeline” LLP which costs exceed 1,096,000,000 tenge: 1) the Contact on operation of “Atasu-Alashankou” MP for 2015; 2) the Contact on operation of “Kenkiyak-Kumkol” MP for 2015.
		6. On composition of the Board of Directors of Batumi Terminals Limited.

<p>Minutes No.3/2015 dated 26.03.2015</p>	<p>A. Kassymbek K. Kabyldin D. Mihalik A. Mukushov S. Primbetov M. Habib</p>	<p>1. On confirmation of adjusted Business Plans of “KazTransOil” JSC for 2015-2019 at revalued and historical costs of fixed assets.</p> <p>2. On the composition of the Board of Directors of Batumi Terminals Limited.</p> <p>3. On determination of the position of “KazTransOil” JSC as the Participant to “Kazakhstan-China Pipeline” LLP on the issue of making a change by “Kazakhstan-China Pipeline” LLP represented by “KazTransOil” JSC in the deal which cost exceeds 1,096,000,000 tenge, - the Supplement Agreement No.1 to the Contract on provision of oil transportation services dated December 27, 2013 No.TR27/2014//100013/06653K.</p>
<p>Minutes No.4/2015 dated 15.04.2015</p>	<p>A. Kassymbek K. Kabyldin D. Mihalik A. Mukushov S. Primbetov M. Habib</p>	<p>1. On preliminary confirmation of annual financial statements and annual consolidated financial statements of “KazTransOil” JSC for 2014.</p> <p>2. On proposals of the Board of Directors to the General Meeting of Shareholders of “KazTransOil” JSC on the procedure of distribution of net income of “KazTransOil” JSC for 2014 and the size of a dividend for 2014 per one common share of “KazTransOil” JSC.</p> <p>3. On preliminary confirmation of the Annual Report of “KazTransOil” JSC for 2014.</p> <p>4. On approval of the Annual Report of the Board of Directors of “KazTransOil” JSC on its performance in 2014.</p> <p>5. On consideration of addresses of shareholders of “KazTransOil” JSC against actions of “KazTransOil” JSC and its officials for 2014 and results of their consideration.</p> <p>6. On calling of the Annual General Meeting of Shareholders of “KazTransOil” JSC.</p> <p>7. On determination of the quantitative composition, term of office of the Management Board of “KazTransOil” JSC, election of the General Director (Chair of the Management Board) and its members.</p> <p>8. On determination of sizes and terms for payment of salaries and bonuses of the General Director (Chair of the Management Board) and members of the Management Board of “KazTransOil” JSC.</p> <p>9. On confirmation of incentive key performance indicators of executive employees of “KazTransOil” JSC for 2015 and their target values.</p> <p>10. On confirmation of the Regulations on Corporate Secretary of “KazTransOil” JSC.</p> <p>11. On consideration of the Audit Report upon the results of audit of production, operational and financial processes of Batumi Terminals Limited held by the Internal Audit Service of “KazMunayGas” NC JSC within the period from 3 to 18 July 2014 and the Plan of Corrective Actions on Identified Inconsistencies.</p> <p>12. On consideration of the Audit Report upon the results of audit of production, operational and financial processes of Batumi Oil Terminal and Batumi Sea Port held by the Internal Audit Service of “KazMunayGas” NC JSC within the period from October 20 to November 28, 2014 and the Plan of Corrective Actions on Identified Inconsistencies.</p> <p>13. On consideration of the Audit Report of the Internal Audit Service of “KazTransOil” JSC upon the results of audit of business planning in “KazTransOil” JSC and the Plan of Corrective Actions on Identified Inconsistencies.</p>

		14. On consideration of the Report of the Internal Audit Service of “KazTransOil” JSC upon the results of work for the 1 st quarter of 2015.
		15. On determination of the position of “KazTransOil” JSC as the Shareholder of “MunaiTas” NWPC JSC on the issue of confirmation of annual financial statements of “MunaiTas” NWPC JSC for 2014.
		16. On determination of the position of “KazTransOil” JSC as the Shareholder of “MunaiTas” NWPC JSC on the issue of confirmation of the procedure of distribution of net income of “MunaiTas” NWPC JSC for 2014, retained earnings of past years, adoption of the decision on payment of dividends on common stock and confirmation of the size of a dividend per one common share of “MunaiTas” NWPC JSC.
		17. On determination of the position of “KazTransOil” JSC as the Shareholder of “MunaiTas” NWPC JSC on the issue of consideration of addresses of shareholders of “MunaiTas” NWPC JSC against actions of “MunaiTas” NWPC JSC and its officials for 2014 and results of their consideration.
		18. On determination of the position of “KazTransOil” JSC as the Shareholder of “MunaiTas” NWPC JSC on the issue of determination of an audit organization implementing audit of “MunaiTas” NWPC JSC for 2015, the size of payment for services of an audit organization on audit of financial statements and single-source procurement of its services.
		19. On confirmation of the Strategy on corporate social accountability of “KazTransOil” JSC.
		20. On review of the Report on dynamics of key risks and course of execution of the Action Plan on key risk management of “KazTransOil” JSC for the 4 th quarter of 2014.
		21. On review of the Report on implementation of the Plan on improvement of the corporate risk management system of “KazTransOil” JSC for 2013-2014.
		22. On review of the Report on implementation of the Plan on improvement of the internal control system of “KazTransOil” JSC for 2014.
		23. On determination of the position of “KazTransOil” JSC as the Participant to “Kazakhstan-China Pipeline” LLP on the issue of liquidation of KCP Finance B.V., the daughter company of “Kazakhstan-China Pipeline” LLP.
		24. On consideration of the Report on implementation of the Business Plan of “KazTransOil” JSC for 2014.
		25. On consideration of the Report of “PricewaterhouseCoopers Tax and Advisory” LLP on liquidation of Batumi Terminals Limited and/or Petrotrans Ltd.
Minutes No.5/2015 dated 29.04.2015	A. Kassymbek K. Kabyldin D. Mihalik A. Mukushov S. Primbetov M. Habib	1. On conclusion of an interested-party deal with “Demeu Food” LLP, - the Contract for provision of services on arrangement of cultural and corporate events (organization and holding of celebrations for employees of the KTO central office and “MICC of KazTransOil JSC” branch).
		2. On conclusion of an interested-party deal with “KazTurboRemont” Service Center” LLP, - the Supplement Agreement No.1 to the Contractor Contract as of May 4, 2014 No.CC 284/2014.

<p>Minutes No.6/2015 dated 19.05.2015</p>	<p>A. Kassymbek K. Kabyldin D. Mihalik A. Mukushov S. Primbetov M. Habib</p>	<ol style="list-style-type: none"> 1. On consideration of the Progress Report for 2014 on implementation of the Development Strategy of “KazTransOil” JSC for 2012-2022. 2. On conclusion of an interested-party deal with “PetroKazakhstan Kumkol Resources” JSC, - the Contract for delivery of oil-associated gas for a boiler house at HOPS “Kumkol” of Zhezkazgan oil pipeline department of the Eastern branch of KTO. 3. On confirmation of the Regulations on Ombudsman of “KazTransOil” JSC. 4. On appointment of an Ombudsman of “KazTransOil” JSC. 5. On remuneration of employees of the Internal Audit Service and Corporate Secretary of “KazTransOil” JSC for 2014. 6. On determination of the position of “KazTransOil” JSC as the Participant to “Kazakhstan-China Pipeline” LLP on the issue of distribution of net income of “Kazakhstan-China Pipeline” for 2013. 7. On determination of the position of “KazTransOil” JSC as the Participant to “Kazakhstan-China Pipeline” LLP on the issue of confirmation of the conclusion of the Audit Commission on audit of financial-economic activity of “Kazakhstan-China Pipeline” LLP for 2014. 8. On determination of the position of “KazTransOil” JSC as the Participant to “Kazakhstan-China Pipeline” LLP on the issue of confirmation of annual financial statements of “Kazakhstan-China Pipeline” for 2014. 9. On determination of the position of “KazTransOil” JSC as the Participant to “Kazakhstan-China Pipeline” LLP on the issue of early termination of labor relations with Kh. Maksut, the Deputy General Director for Commerce of “Kazakhstan-China Pipeline” LLP, and his powers as a member of the Management Board of “Kazakhstan-China Pipeline” LLP. 10. On confirmation of adjusted Business Plans of “KazTransOil” JSC for 2015-2019 at revalued and historical costs of fixed assets. 11. On providing the Internal Audit Service of “KazMunayGas” NC JSC with access to information, materials and facilities of “Kazakhstan-China Pipeline” LLP. 12. On some issues of interaction between the Internal Audit Service of “KazMunayGas” NC JSC, “KazTransOil” JSC and its subsidiaries and jointly controlled entities.
<p>Minutes No.7/2015 dated 24-25.06.2015</p>	<p>A. Kassymbek K. Kabyldin D. Mihalik A. Mukushov S. Primbetov M. Habib</p>	<ol style="list-style-type: none"> 1. The results of financial-economic activities of Batumi Terminals Limited group of companies for five (5) months of 2015, as well as the main indicators of the draft Business Plan of Batumi Terminals Limited group of companies for 2016-2020. 2. Information on progress in settlement of court proceedings of Batumi Terminals Limited group of companies with Vibro Diagnostik and Libra Trading FZC, as well as arbitration proceedings between Batumi Sea Port and Batumi International Container Terminal. 3. The Development Strategy of Batumi Terminals Limited group of companies for 2015-2024.

		4. Investment projects of Batumi Terminals Limited group of companies.
		5. On confirmation of annual financial statements and annual consolidated financial statements of Batumi Terminals Limited for 2014.
		6. On dividends on shares of Batumi Terminals Limited for 2014.
		7. On confirmation of incentive key performance indicators of the Head of the Internal Audit Service and the Corporate Secretary of “KazTransOil” JSC for 2015 and their target values.
		8. On remuneration of executive employees of “KazTransOil” JSC for 2014.
		9. On early termination of powers of V. Kuzmin, the Head of the Internal Audit Service of “KazTransOil” JSC, appointment of T. Takhmina as the Head of the Internal Audit Service of “KazTransOil” JSC and determination of the size and terms for payment of her salary and bonuses.
		10. On review of the Report on dynamics of key risks and course of execution of the Action Plan on key risk management of “KazTransOil” JSC for the 1 st quarter of 2015.
		11. On determination of the position of “KazTransOil” JSC as the Participant to “Kazakhstan-China Pipeline” LLP on the issue of confirmation of the adjusted budget of “Kazakhstan-China Pipeline” LLP for 2015.
		12. On determination of the position of “KazTransOil” JSC as the Participant to “Kazakhstan-China Pipeline” LLP on the issue of confirmation of the Rules on sale of assets of “Kazakhstan-China Pipeline” LLP.
		13. On an interested-party deal concluded with “KE Distribution” LLP, - the Supplement Agreement No.1 to the Delivery Contract dated December 30, 2014 No.DM 17/2015.
		14. On early termination of powers of U. Uais, the Senior Auditor of the Internal Audit Service of “KazTransOil” JSC.
		15. On early termination of powers of A. Maikenov, the Corporate Secretary of “KazTransOil” JSC, appointment of A. Shmanov as the Corporate Secretary of “KazTransOil” JSC, determination of the term of his powers, as well as the size of his salary and terms of remuneration.
		16. On appointment of an Ombudsman of “KazTransOil” JSC.